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READINGS ON THE GOVERNING BOARDS OF  
ARTS ORGANIZATIONS

[G-12]



READINGS ON THE GOVERNING BOARDS OF  
ARTS ORGANIZATIONS

Answering many requests, here are some documents on the make-up of arts organizations, and in particular on the role of governing boards in relation to management and artistic direction. Included are excerpts from well-known books, as well as several unpublished items. Any bias there may be comes from the fact that most of the literature on the subject emanates from management rather than governing boards.

The readings are meant to stir up discussion rather than to present any ready-made solutions to the organizational problems facing the arts in Canada.

Special thanks must go to Messrs. Tom Hendry and Peter C. Swann for permission to use their material; to Methuen of Canada for permission to reproduce a passage from The Awkward Stage; and to the Rockefeller Brothers Fund for permission to reproduce a section of The Performing Arts: Problems and Prospects.

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Information Services,  
Canada Council.

March, 1971

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THE FUNCTIONING BOARD

Document resulting from a meeting at Stanley House, New Richmond, Quebec, in August, 1969. Present were Canada Council officers and the following persons:

Mr. Lawrence Baldwin, Board representative, Co-ordinated Arts Services.

M. James de B. Domville, Directeur administratif, La Fondation du Théâtre du Nouveau Monde.

Mr. Brian Flemming, Treasurer, Atlantic Symphony Orchestra.

Mr. Edward Gilbert, Artistic Director, Manitoba Theatre Centre.

Mr. Tom Hendry, Literary Manager, Stratford Shakespearean Festival Foundation of Canada, (Chairman).

Mr. John Holgerson, General Manager, Edmonton Symphony Orchestra.

M. Gilles Lamontagne, Directeur général, Théâtre Lyrique du Québec.

Dr. Sean B. Murphy, President, Montreal Museum of Fine Arts.

Miss Betty Oliphant, Director and Principal, National Ballet School.

Mrs. Doris Shadbolt, Senior Curator, Vancouver Art Gallery.

~~Mr. William T. Hulme, General Manager, Stratford Shakespearean Festival Foundation of Canada~~

~~Festival Foundation of Canada~~

THE FUNCTIONING BOARDIntroduction

Diversity characterizes the arts and the organizations which exist to promote their well-being. The preparation of standardized, all-purpose guidance manuals for arts Boards seems impractical if not impossible.

Despite this, it would appear that arts organizations do exhibit certain very fundamental common characteristics; representatives of a variety of organizations, meeting at the Canada Council's Stanley House, put forward the suggestions contained in this memorandum on this understanding. The memorandum which has become known as the Stanley House paper, represents in itself a first step towards two principal objectives:

- (1) The provision, for relatively inexperienced or new Boards, of a non-restrictive but comprehensive review of those areas of responsibility and prerogative widely agreed to be exclusively within the jurisdiction of governing bodies.
- (2) The provision, for relatively experienced Boards, of suggestions as to the manner in which present Board effectiveness may be assessed in the light of basic principles of organizational well-being.

In these areas, judgments will always be subjective; it is far easier to give an example of an "effective" Board than to define "effectiveness" in objective terms. Moreover, existing "effective" Boards, because of their specialization and sophistication, tend to be difficult subjects on which to model the structures of new organizations, or to re-model those of other existing organizations.

In a spirit of some caution, therefore, this memorandum suggests, by implication, an understanding of the terms of the partnership between the artist, the subsidizing body, and the arts Board. The emphasis throughout is on Board responsibility; the memorandum sets out in some detail those things the discussion group felt his two partners may reasonably expect from the responsible member of the properly functioning Board.

Underlying Assumptions

In discussion, certain articles of organizational belief emerged:

- (1) The name of the game is change: In many areas during the past decade - relations with subsidizing bodies, with unions, with a public which has grown up with TV and stereophonic recordings; these are three examples which come quickly to mind - the arts organization has altered immeasurably. The existence of new dimensions of activity has not diminished the importance, however, of private fund-raising: all aspects of organizational well-being, including the provision of public subsidy, continue to depend upon its success.
- (2) Democratization is no longer a dirty word: This process always carries with it a danger of vulgarization. As budgets grow, the risk must increasingly be taken. The traditional arts audience is an affluent one; at the present time representatives of this audience overwhelmingly dominate arts Boards. If audiences are to grow, tickets will have to be sold to those sections of the population not presently buying. The first rule of the good salesman is Know Thy Customer. If a wider spectrum of the population is to be sold on the arts, this same wider spectrum will have to find representation on arts Boards.
- (3) The day of "I don't know anything about art but I know what I like" is over: As professional artists themselves gain in expertise, experience and sophistication, the Board member must experience concomitant development. The suggested approach is "I don't know enough about art but I'm willing to learn". The professional must, in response to this need, be willing to go to some lengths to share his insight into his art.
- (4) The business of business is business; the business of art is art: All of the individual business skills necessary to the success of a commercial enterprise are needed by the arts organization. The goals they are used to realize are fundamentally different when "profit" is measured in social and aesthetic terms, when the team approach, so common in business, gives way to the co-operative realization of the individual vision, when, in mundane terms as an example, deficit retirement out of current net earnings is viewed as unthinkable. This rejection of normal basic commercial practice may explain, in part, the attraction of the arts for business people.

(5) Faith works wonders: The most intelligent and knowledgeable Board member will find incomprehensible the process by which raw ingredients are shaped into the finished artistic product; indeed the selection of "product" will frequently, in itself, be puzzling to the layman. A climate of confidence is therefore vital. "The Performing Arts: Problems and Prospects" puts it this way: "Success in the extraordinarily complicated field of the arts depends on the goodwill and mutual trust of all concerned." An artistic director adds: "There are no mad artists; there are artists who have been driven mad through lack of confidence from those around them".

(6) Action deferred maketh the organization sick: The critical path of an arts organization approaches that of a moon-mission in complexity; decisions must be made on time and agreed-upon courses of action carried out on schedule. Realistic planning, prepared ideally on a three-year basis, will go a long way towards preventing the crises which drain energies away from the all-important goals of artistic improvement and audience development.

(7) Tout comprendre, tout avancer: The business principle of full public disclosure of financial condition and operational results can be extended in the non-competing area of the arts into a climate of complete horizontal interchange of philosophy, methodology and experience between Boards and professional staffs. The steps already taken here have been widely beneficial and ought to be continued and expanded wherever possible.

(8) The artist proposes, the Board disposes... then lets the artist get on with it: The prime responsibility of the Board is the development of the particular art form with which it is associated. Having chosen its artistic leader, a Board may be asked to select from among several courses of action proposed. Apart from this circumstance, it must be accepted that artistic judgment lies solely within the province of the artistic leadership, as advised by the professional management.

(9) You can't kiss all the pretty girls: A medium-sized arts organization nowadays is approximately equal in budget to a good-sized business and has, if anything, much more need in the way of advice and

guidance from the members of its Board. The joiner who sits on several Boards is, increasingly, not in a position to be of real and tangible benefit to any of his organizations. The disadvantages of overlapping membership may often outweigh benefits.

PART I: Responsibilities of the Functioning Board

These may be generally summarized as follows:

1. To provide for the effective operation of the organization on a continuing basis.
  - 2.a) To be ultimately responsible for policy and to assist the professional direction in its formulation.
  - b) To support this policy and to help interpret it to the community.
- 3.a) To preserve and enhance the position of the organization.
- b) To project a purposeful responsible image of the organization.
- c) To assess and be responsible for the work of the organization.
- 4.a) To provide communication between the artist and the community.
- b) To represent the interest of the organization and the community to each other.

5. To assume a collective responsibility for the financial stability of the organization.

6. To ensure that the organization at all times has qualified professional direction by engaging and, when necessary, by replacing top personnel.

It will be useful to examine each of these in some detail:

- (1) To provide for the effective operation of the organization on a continuing basis:
  - (a) The Board ought to operate on the basis of a clear statement or when necessary, re-statement of the fundamental aims and objectives of the organization. This is generally prepared with the advice of the professional direction. As supporting documentation there should be an evaluation of existing artistic potential, an analysis of financial resources presently and potentially available, and an honest statement of the organization's position in terms of tangible and intangible assets and liabilities.

- (b) Given this information and the participation of the professional staff the Board ought to develop a statement of specific objectives which will, in effect, chart the organization's future course of action for a given period in time. Such a statement must set out clearly what will be expected, and when, of artistic staff, administrative staff and Board members. Experience has shown that the setting out of definite practical objectives in itself makes more likely their realization.
- (c) Given a statement of the organization's present position, together with an expression of short-run specific objectives, the Board ought to be in an excellent position to make firm decisions about its own structure and the particular responsibilities of particular Board members.
- (d) Given the existence of short-run specific objectives, and the calendar according to which their realization is expected, the Board will be in a good position to objectively assess its own effectiveness and that of its professional staff.

(2-a) To be ultimately responsible for policy and to assist the professional direction in its formulation:

- (a) The Board ought properly to receive proposals, thoroughly documented as to costs and consequences:
  - (i) pertaining to general aims, plans and ultimate objectives in terms of the particular art form.
  - (ii) pertaining to a specific season or cycle of organizational activity within the general framework of overall policy.
- (b) The Board ought to discuss, advise upon, and eventually consent to the proposals set out in (a) above. Having done so, the Board must realize that - subject to an agreed-upon system of reporting as to operational results and financial condition - the professional staff has been given permission to carry out these proposals, without reference to the Board, until such time as a change in plans or policies appears necessary. The Board must, in reasonable circumstances, trust the staff to carry out the daily work.

(2-b) To support this policy and to help to interpret it to the community:

- (a) In the realization of short-term and long-term planning, unforeseen difficulties are bound to arise. Having given its approval to a

set of proposals, the Board is duty-bound to support their realization until the end of the agreed-upon operational period, be it a yearly season or a three-year cycle.

- (b) The time for assessment of success or failure is at the end of a project, or of an agreed-upon phase of a project.
- (c) To a great extent, the successful outcome of an agreed-upon plan of action will depend on the enthusiasm and effectiveness the Board brings to its task of educating the community to the importance and the necessity of the activities of its organization, and to the correctness of its policies.

(3-a) To preserve and enhance the position of the organization:

(3-b) To project a purposeful, responsible image of the organization:

Not every Board member will be in agreement all of the time with all of the policies and activities of his organization. If, on balance, a member feels he cannot, in all conscience, enthusiastically represent his organization to those around him, it is probable that he ought to leave the Board.

(3-c) To assess and be responsible for the work of the organization:

Here, the responsible Board member must be able to put aside personal taste and consider results in terms of their widest implications. The participation of the professional management team, together with the expertise present in Board ranks, brought together in an honest and positive spirit of goodwill, are both necessary to success here. The manner in which the assessment is carried out is almost as important as the work itself.

(4-a) To provide communication between the artist and the community:

(4-b) To advance the interests of the organization and the community to each other:

- (a) The arts organization has moved from the area of private passion to public trust. The composition of the social group closest to the artist - his Board - ought to reflect this change.
- (b) In considering the composition of the Board, one ought to consider the composition of the society of which it is part.
- (c) In questions of recruiting, the Board will always encounter a conflict between its need for expertise - legal, financial, marketing - within its ranks, and its need to represent various sectors - youth, labour, education, the organization's subscribers

and donors - of its community. Given the size of present budgets and the availability of purchased expertise, it is possible that future recruiting emphasis will lie in the direction of representation

- (d) Regardless of (a), (b) or (c), it is implicit here that Board members will be expected to know something about the work of their organization and its art form. The Board therefore ought to arrange things, with the assistance and participation of the professional direction, so that the responsible Board member may be enabled to become reasonably knowledgeable in these areas. Until this is the case, he is of little benefit to the artist or the organization in this most important area.
- (e) It is self-evident that only the most honest balancing of organization and community needs can be of value to the artist.

(5) To collectively assume responsibility for the financial stability of the organization:

- (a) In approving an agreed-upon course of action, the Board in effect guarantees the financial wherewithal called for in the planning.
- (b) The size of present budgets, together with the trend towards democratization in Board composition, precludes, in general, the guaranteeing of financial stability by individuals.
- (c) The representative and functioning Board will work towards the ideal situation wherein the entire community feels an obligation to assure the stability and continuation of the organization. In this task the community's agent is the representative Board.
- (d) Individual expertise and energy brought to the immediate tasks of financial review, planning and fund-raising, will continue to determine success or failure. In the work of actual fund-raising wide non-Board participation from throughout the community must be solicited and obtained.

(6) To ensure that the organization at all times has qualified professional direction by engaging and, when necessary, by replacing top personnel:

- (a) The most important decision a Board ever makes lies in choosing its artistic leader.
- (b) The next most important decision a Board makes lies in choosing, with the advice and consent of its artistic leader, its head of management.

- (c) In general these two appointments only ought to be the prerogative of the Board. The professional team must have the right to determine its composition if it is to be held responsible for results. Boards ought to consider very carefully before modifying this practice. In any case, policy in this area ought to be spelled out for and agreed to by Board and professional direction.
- (d) Those who choose professional direction in haste may have considerable leisure in which to repent; it is suggested, when choosing an artistic leader, a Board ought:
  - (1) To obtain advice from professional peers regarding a prospective appointee.
  - (2) To wherever possible obtain first-hand experience, in production, of his or her work.
  - (3) To arrange things so that a maximum number of Board members may meet and talk with a prospective appointee, even though the work of preparing prospect lists may have been in the hands of a small committee because of considerations of practicality. In no case should an individual Board member or officer choose a leader for an organization. Not only are many heads better than one in evaluating an individual's potential; future support is likely to flow from the feeling of participation, on the part of all Board members, in the actual choice.
  - (4) Before meeting with any candidates the Board ought to outline, in detail, its needs and those of the organization, in the area of artistic leadership and ought to assure itself that a candidate is, in fact, willing to meet those needs. The educational role of top professional leadership vis-à-vis its Board is often not fully comprehended by Boards or professionals.
- (e) Top artistic and business management, or its representatives must be present at all Board and Committee meetings unless, in the latter case, it is mutually agreed that attendance is not necessary.
- (f) In evaluating the performance of top professional staff with regard to its relationship to the Board, the following suggestions, among others may be borne in mind:

- (1) Does the professional leadership appear to value and encourage a general dialogue between its Board and itself?
- (2) Does the professional leadership inform the Board, fully, adequately, maturely and regularly, of all aspects of organizational life? Are they open about seeking Board assistance where it is needed, equally open in explaining where it is not needed?
- (3) Does the professional leadership appear to welcome advice and information from the Board in the area of community needs and customs?
- (4) Does the professional leadership appear willing and enthusiastic about enabling the Board to become knowledgeable with regard to the organization and its art form even though the educational process to be undertaken here may involve them in activity not normally thought of as being part of professional duties?
- (5) Does the professional leadership adopt an objective attitude in discussing the progress of the organization, its successes and failures? Is its attitude about organizational performance positive and open, or defensive and secretive?
- (6) Does the professional leadership assist actively in preparing Board meetings which are interesting and informative, artistically as well as administratively? Does it seem to be aware of the importance of attracting and retaining the interest of the individual Board member? Does it appear to act on this awareness?
- (7) Does the professional leadership, in fact, set out goals and objectives for the organization or is it simply borne along by routine and inertia? Can a desire for progress and growth be discerned?
- (8) Does the professional leadership exhibit a sense of healthy dissatisfaction with present standards and attainments?

In discussion, other suggestions as to the means of evaluating the quality of leadership will certainly be put forward.

PART II - Organizational Considerations

- (1) Incorporation: Non-profit status, which may be obtained through incorporation under existing legislation, allows governmental revenue departments to consider as tax-deductible all donations an arts organization receives. There are other benefits, but this alone makes incorporation absolutely necessary.
- (2) Size of Board: Large Boards tend to be unwieldy, small Boards tend to lack the muscle necessary for successful fund-raising activity and the like. A suggested compromise might involve a Board of twenty or even less members together with an appointed Advisory Council or Senate made up of interested, non-Board members of the community who, through limited participation - in fund-raising or season ticket sales campaigns and so forth - have demonstrated their support of the organization.
- (3) Representation: As discussed previously, the Board itself ought to reflect the total community in its composition. Possibly by by-law, attendance of top professional leadership at all Board meetings must be guaranteed. Careful consideration ought to be given to the question of the presence at Board meetings, whether as members or observers, of representatives of the organization's employees.
- (4) Qualifications of Membership: Apart from questions of representation, Board members ought to exhibit certain characteristics:
  - (a) A genuine interest in the art form the organization serves.
  - (b) A conviction that the arts, in general, lie at the centre, not the periphery, of human existence.
  - (c) An acquaintance with the particular art form or the willingness to develop same.
  - (d) The willingness to contribute his own personal expertise and judgment to the organization.
  - (e) Availability. Board membership is now something more than a hobby, something less - frequently not much less - than an unpaid job.
  - (f) Enthusiasm and energy.
- (5) Methods of Selection:

- (a) An ongoing nominations committee is often found to be helpful. Such a continuing group tends to develop criteria for membership; its existence tends to discourage hasty or ill-considered appointments. Top professional leadership or its representative ought, by by-law, to be present at all meetings of this committee.
- (b) Recommendations for Board appointment ought to include some form of brief curriculum vitae setting out the background of the prospective member, and the area of society he may be said to represent. This information ought to be circulated to all Board members, and, in advance, to all those eligible to vote in any election involved in the appointment.
- (c) It may be considered necessary to spell out, in the organization's constitution those factors affecting Board composition, questions of representation, eligibility for membership and so forth. In practice, except for the most basic of considerations, this has not been found to be easy or, frequently, desirable.

(6) Term of Office: There are two basic and conflicting objectives to be borne in mind here:

- (a) The need for new blood.
- (b) The need for continuity.

Of these, the first can best be satisfied if members are appointed for a relatively short period of time - perhaps a two-year maximum term with the possibility of one re-appointment. The need for continuity can be met by a rotational system whereby only a percentage of the Board retires each year.

(7) Officers: These should be kept to a minimum, viz.:

- (a) A President, who will also sit as a member of the Finance Committee, and whose responsibility it is to oversee all matters affecting the operation of the Board, to convene all Board meetings, and to facilitate the working relationship between Board and professional staff. The presidency of an arts organization is by definition extremely time-consuming.
- (b) A Vice-President whose term of office is, in general, a period of preparation for the presidency. The vice-president will, in general, understudy the President, will undertake specific responsibilities at his request, and will substitute for him when necessary.

(c) A Treasurer, who will guard the financial stability of the organization, will ensure that proper records are maintained and that adequate financial reporting is being made to the Board, will supervise all relations with banks, subsidizing bodies and the like, and who will serve as chairman of Finance Committee.

(8) Committee Structure:

- (a) Ideally, committee formation ought to be undertaken in response to specific needs.
- (b) Given the existence of a Board of reasonable size (20 or less members) it is suggested that the existence of standing committees, with the exception of finance and nominations committees, is counterproductive. A further exception here would be the acquisitions committee of an art gallery or museum.
- (c) Given a Board of twenty members or less, it is suggested that an Executive Committee may be dispensed with and that the Board as a whole ought to meet to consider all matters of concern.
- (d) From the point of view of efficient utilization of staff and Board time and energy it is suggested that any committees formed be task-oriented, that such committees be given very precise terms of reference, and that they be dissolved as soon as they have accomplished the work for which they were formed. "Project committees yes; standing committees no", seems to be a good general rule.

(9) Expenses and Remuneration: With the growth and democratization of arts organizations, increasing attention will have to be paid in this area.

- (a) Even now, it would appear appropriate for organizations to allow their Presidents a fixed and reasonable sum for entertainment and travel carried out on their behalf.
- (b) Board members ought to be reimbursed for authorized travel expenses incurred exclusively on behalf of the organization they serve.
- (c) Consideration ought to be given to the question of payment of directors' fees or honoraria. Such payment might, in certain circumstances enable valuable individuals, presently financially

unable to do so, to devote their energies to arts organizations. It might very well encourage a greater sense of responsibility on the part of Board members.

### PART III - Operational Considerations

- (1) Frequency of Meetings: These must be held as frequently as is consistent with the efficient carrying-on of the affairs of the organization. In practice, in the case of an organization whose Board in the main reside in one city, this means that full Board meetings ought to be held each month. In times of crisis - of financial need, or when new leadership is being chosen, to give two examples - meetings may be held more frequently, even weekly. Certainly the period during which new professional leadership is adapting itself to the organization will call for weekly or bi-weekly Board meetings. In general, the members of Finance Committee will be wise to meet, if only informally for lunch, each week, regardless of circumstances.
- (2) Attendance at Meetings: In general, meetings will be well-attended, provided:
  - (a) the meetings are interesting.
  - (b) the meetings lead to decisions in which those present feel they are participating.
  - (c) the meetings, and the decisions they generate can be seen to lead to definite action.
  - (d) the Board members are in fact interested in the organization.In order that the organization may rid itself of deadwood as quickly as possible, the By-Laws should set out that a Board member who misses a specified number of meetings is automatically considered to have resigned his membership. It is of course assumed that, in all cases, adequate advance notice of meeting together with minutes of previous meetings will be circulated.
- (3) Communications: Many organizational problems, thought to hinge on questions of personality or ability, when analyzed are found to

represent unanswered questions of communications.

- (a) The results of all committee meetings ought to be communicated to the full Board as quickly as possible either by circulation of Committee minutes, or by report at the next Board meeting.
- (b) Management Committee or Team - President, Treasurer, artistic leader and head of professional management - must meet regularly and fully so that Board and Staff are completely aware of each other's plans and activities.
- (c) Finance Committee, with narrower terms of reference than Management Committee, must meet as frequently as is consistent with operational need and must communicate its recommendations fully to Board and Staff.
- (d) Artistic and managerial leadership should present written monthly reports to the full Board. Ideally these should be circulated in advance of the regular monthly Board meeting.
- (e) Financial reports going each month to the Board ought to be prepared in comparative form so that members can see at a glance how actual performance compares with
  - (i) budget projections for the current year.
  - (ii) actual expenditures during the preceding year.Finance and management committees ought to receive up-to-date financial statements each week.
- (f) When particular problems involving particular departments are to be discussed at Board meetings, department heads concerned ought to be invited to be present during relevant portions of these meetings. This gives the Board direct access to problem areas and the mid-level staff direct access to Board thinking.
- (g) The discouragement of the standing committee system will bring top professional staff into contact, regularly, with all Board members, and will, in itself improve communications and encourage the professional staff to avail itself of individual expertise present within the Board.

(4) Planning and Programming:

- (a) The Board must accept responsibility for any definition of broad organizational objectives.
- (b) A periodic re-assessment and re-statement, in the light of changing social needs, of aims and objectives ought to be made.

This too is the responsibility of the Board, with the advice and participation of professional leadership.

- (c) Short-term programming is the responsibility of the management; its planning will, in general, originate with the artistic direction, be documented and costed by the managerial direction, be scrutinized, discussed and evaluated within Finance and Management Committees, and then submitted to the Board as a whole for discussion and approval.
- (d) It is assumed that no proper approval can be given to a proposed plan of action unless all costs attaching thereto have been submitted, understood and accepted by the Board as a whole.

(5) Budgeting:

- (a) Budgeting must be done before any plan of action is submitted to the full Board.
- (b) Details of budgeting will be submitted to Management Committee for scrutiny, then passed to Finance Committee for detailed analysis and amendment where necessary.
- (c) Budgets will be initially prepared by the managerial leadership in consultation with the Treasurer.
- (d) Budgeting will be done in sufficient detail, by reference to results of previous operations, to information as to price fluctuations and so forth, that a reasonable explanation for the budget amount put forth in any area may be given.
- (e) It is understood that once budgets have been approved by the Board, management is free to operate flexibly within the parameters so established without the necessity of obtaining further approval. It is further understood that, provided departmental totals are respected, the management is free to operate flexibly on an item-by-item basis.
- (f) It is again stressed that all financial reports must include an item-by-item comparison with budget projections.

Conclusion

This memorandum, it is emphasized, was prepared as a basis for wider discussion, as the result of a brief meeting between Board and professional staff members representing some twelve arts organizations.

There are areas not touched upon - for example, the Board's relations with the organization's donors and subscribers. In discussion, further omissions, together with amendments to opinions advanced, will be suggested. If so, this memorandum will have served its purpose as the first step towards a more comprehensive means of defining the responsibilities and prerogatives of one important sector of the arts. Two sentences from the Rockefeller Brothers Fund Report perhaps bear repetition at this point:

"It is essential, therefore, that artistic and business management work in true partnership, the director respecting the manager's concerns, and vice versa, and the trustees respecting both."

"All trustees are necessarily involved in the defense of artistic freedom, although this responsibility varies from one performing art to another."

TRUSTEES SEMINAR: THE ROLE OF THE TRUSTEE IN THE SEVENTIES,  
(SPONSORED BY THE ONTARIO ASSOCIATION OF ART GALLERIES)

KEYNOTE ADDRESS BY PETER C. SWANN  
Toronto, November 27th, 1970

Ladies and gentlemen:

I can assure you that the last thing I expected was to be addressing you today. The organisers of this conference had hoped to persuade the Executive Director of the Canada Council, Mr. Peter Dwyer to speak. He would have been able to give you, from a position far more eminent than mine, a view which would have the advantage of, if not a longer, certainly a far broader perspective and one spread over the whole cultural spectrum. In one of his key speeches a year or so ago he made reference to one of the basic problems of arts organizations with which we had not yet properly come to terms - the relationship between directors and trustees. We all would have benefitted from his observations and his sense of humour. Unfortunately, a number of reasons combined to prevent his being with us.

This is a pity because, however much we may complain about the Canada Council, any fair-thinking man will, I hope, admit that, without it, this country would culturally not have reached the encouraging level it has.

It is even more unfortunate that he could not be here because now you have to put up with me. I am hardly unbiased and it would be impossible for me to be otherwise. Believe me, I am certainly not blameless - and do not wish to appear so - quite the contrary. But I have spent some twenty years dreading the monthly meetings of Boards - and not only Boards made up of businessmen and civic leaders - whom one can forgive for not knowing some aspects of cultural affairs, but also of Boards comprising academics who ought to know better. I must confess that I feel myself peculiarly clumsy and unhappy in my relationships with them. After almost every Board meeting I spend a miserable couple of days trying to assess why I feel so badly. "Am I really so unreasonable?" I ask myself. "How can one avoid this regularly depressing, debilitating experience? Would I not be wiser to save myself the emotional strain by being more devious? Should I not bring any controversial issues to the Board? Should I do what I was once advised to do and go to any lengths to avoid saying "No" to a Board?" Must every issue end up with yet another committee? Is compromise always the solution? I try to analyse why many of us suffer

so much. So, whatever, I say will not be unclouded by totally objective vision. And I hope that you will take issue - even violent issue with me if you wish. A frank discussion between equals is the whole point of this meeting.

We talk endlessly these days of gaps in society - generation gaps, communication gaps - and I think that we do here have a serious and unnecessary cultural gap and communications gap. We are pretty tired of talk about 'gaps' - some of them indeed are beginning to look like unbridgeable chasms. I don't think ours is yet a chasm - but there are serious problems we must face. And these, perhaps, are what we should be discussing at this conference. How we can all work together for a cause in which we all believe.

On the one side we have Boards of people eminent in public and commercial life who give time and thought from busy lives to the problems facing an institution however large or small - men skilled in the arts of business administration and successful in their own fields of endeavour. On the other, we have the professional cultural administrator who may have spent a life-time running a service which is usually under-supported, highly demanding and often nerve-racking. In between are any number of gradations. He tends to think of his Board members as well-wishing amateurs who, without knowing the problems, may stand up at a meeting, often without fore-thought but skilled in board-room politics and knock down a long, thought-out plan of action. Charles Parkhurst writing on the important recent Belmont Report on American museums writes "Just now directors of museums are under unbelievable pressure to conform to new notions of what a museum should be or become today. Avant-garde critics, well-intentioned amateurs, pro domo politicians and worst of all ill-informed members of governing boards with 'a nervous, driven desire to be at the vortex', - all these stir the waters already troubled by the related question of financial support. Although these advisors are often professionals in their respective fields they are amateurs in museology. "Robert Bronstein" he quotes, in a strong passage, 'has called amateurism an assault on professional standards. If the professional gives in, we all face a future of monochromatic amateurism in which everybody has opinions, few have facts, nobody has an idea'. Thus a director sometimes feels faced with critics whose reactions may be a little less than constructive, that he has to fight everything through a group, some of whose members may have an instinct to say "No". He feels rightly or wrongly, that he is more in touch with the people he serves and it is our task to serve the

public. He feels far more close to them than to the board whose members tend to be drawn from a privileged class - privileged for one thing or another. The less democratic the election to the Board - the further he feels from them.

Thus he feels he walks a tight-rope. This element in his life was brought home very hard at this year's meetings of a thousand members of the American Museums Association in New York - meetings broken up by a determined group of dissidents who had three major points of objection.

Their platform, if you can call it theirs because they effectively took over our platform, was that (a) the Museums were not responding either in speed or quantity to the needs of modern society. (b) that directors, as eminent figures in society were not making known their stand on main political issues like Vietnam, and racism etc. However, (c) they reserved their major attack for the boards of trustees which they claimed were made up of representatives of only a cultural elite, of people who had gained their positions from wealth and political influence. They felt that these trustees were too closely allied to the politicians and that, as a result, the directors were not as free as they should be to respond to current needs. "They must go!" was the cry.

The director is sometimes made to feel that at worst this board of powerful men and women of affairs considers him a long-haired aesthete with eccentric modes of dress and exquisite manners which enable him to charm the ladies of the house and an endless fund of little jobs to keep them busy and out of their hair. The first of these - the long hair - can hardly be applied to me - and I very much doubt if I have the virtue of exquisite manners. Sometimes also they expect him to act like a meek little fellow whose head can be patted or whose bottom can be kicked as occasions arise but who cannot be trusted to deal with the big world of finance, whose judgement in practical affairs is automatically suspect. He feels the Trustees are living in the 19th century and that he is trying to cope with the 20th. The Director thus feels himself exposed to many unkind winds of fate. At worst he feels the Trustees are waiting for him to make a mistake.

Yes, each side has its arrogance. The director thinks he knows best, for example what he should purchase or exhibit, how he should conduct his organization, how he should serve society. The trustee, who often has been through the fires of business success, may feel he knows best how it

should be run. He often thinks the director wildly impractical, his head in the clouds. The director then reacts by thinking the board unimaginative, negative-thinking and obstructive - and if it includes one or two unfriendly members, sometimes positively hostile. Often he feels he must justify himself in one way or another - by financial success in the dreary round of fund-raising or by public success, by his image as a cultural leader or a skilled politician. A Chairman of a Board of Trustees for his part may in his enthusiasm want to make his term of office a particularly memorable one - come what may! This is only human. A director may be equally determined to leave his mark come what may. They may not both be aiming at the same target!

I have purposely reduced the two view-points to what you may consider rather harsh shades of black and white because, like in many other issues, political, economic, ecological, the lines are being somewhat harshly drawn. We do seem to be entering a hard, demanding age. I do not want to overdramatise but in our way we do have problems in this museum/gallery area of increasing cultural importance. Yet some businessmen live in a somewhat isolated world (as do some academics). The Director's job is to span the two without being crushed between the two. Businessmen are nurtured in high finance but allowed to remain with one foot in the cultural sphere - the academic is generally excluded from the financial atmosphere, except on social occasions. He feels he lives under a double standard in which the trustee says - "What's yours is mine, what's mine is my own!" And yet both have a great deal to give to the other.

We sometimes jokingly imagine a director of a cultural organization being asked to join the board of say the Argus Corporation or Brascan, Shell or Alcan. Such things often happen in Europe where both sides find the mutual experience valuable. However, even this principle, desirable as it may once have been, may in itself be wrong at this time for then a dissident society might claim that the director is being too influenced by big business, that he is "selling out" to a suspect group. This is an interesting point for discussion and I mention it only as an indication of the difficulties of communication.

We have spent many billions wisely I think, on education, hospitals, roads, housing - what have always been considered the basics and which are basic, but which are now pretty standard throughout this Continent. Culture has been considered a "frill". This attitude is rapidly disappearing and our politicians are at last beginning to realize the fact - certainly I am

happy to say here in Ontario. In a short time the changes have been enormous, the progress spectacular. Our provincial government in this respect is far closer to the people than the federal government. The latter as far as many of us can see, seems far more concerned with the retention of power than with the welfare, certainly the cultural welfare, of the people. The legacy of the Diefenbaker-Pearson years seems to weigh heavily upon them. But here, at least, the government along with everybody who pays taxes, is beginning to ask itself why we educate our young people so well, why we keep everybody healthy and transport them so efficiently? Is it to condemn them all to lives spent in a cultural wilderness? Are our fine roads made to encourage our graduates, trained as they are to enjoy the finer things of life, to escape as quickly as they can to the larger metropolises where they at least have a chance of enjoying what they are educated to expect? We draw up a super-plan for the economic and physical development of southern Ontario without any plan for the cultural development of this huge and golden area. "Here" they say, "will be a new city of so-many hundred thousands, there another" - but I am certain that if this proceeds without the cultural services to match, then the government of the day will simply create barren cities of discontent. A job and a house and a school are simply not enough to satisfy late 20th century man. The television alone has made metropolitan beings of us all and the result is that very many of our most promising youngsters will go down the road to the few big cities of Canada and to the many more big cities of the United States and Europe.

I have digressed a little because, convinced as I am of the importance of our tasks, I regret the mutual suspicion, even the antipathy which sometimes and in some institutions may grow up between trustees and directors. (For example, in this province of such great opportunity we have recently created a Foundation to serve the whole province culturally. Yet unlike in most other countries, there is not one single member of its board professionally concerned with the arts and any suggestion that there should be one is firmly resisted.) This is like creating a board for medicine or law without including a doctor or lawyer! I find it difficult to understand why, unless it be that there is a danger of a mistrust arising which can only separate and serve the cause of disruption. No society can possibly prosper in such an atmosphere.

It is at this point in time in the very nature of some cultural organizations like the theatre, the films, the art galleries, that

they perhaps ought to be avant-garde, experimental, progressive. It seems oddly enough that, at the end of this century, the nature of business is that it is often conservative and cautious. Again I am falling into the pit of over-generalization. But it does seem sometimes that the world of commerce now belongs less to the man of daring and decision that it once did. It now seems inevitably to be the preserve of the cost accountant who is by instinct and training extremely cautious. ( Then again in days gone by the board member was the man who was able to put his hand generously into his pocket to support the arts. Nowadays, though some trustees are generous, the majority either are not or, in the present economic situation, simply cannot be. So some Trustees tend to regard themselves as "guardians of the public purse" - a function which is indeed of value but which must not, in this age of almost over-violent change - be stultifying and be allowed to become reactionary. Funds for the arts in overwhelming proportion now come from government sources. ) We must all be aware of this and, though we must ensure that we give value for money at all times and be prepared to have our books thoroughly scrutinized, we must also be progressive and provide that element of imagination and surprise which is not easy to cost account but is so lacking in our machine made, profit-orientated society. It is just this which society demands. It is the missing element.

May I quote from a very recent Unesco Study which is from a series of nine with titles "Cultural Rights as Human Rights", "Cultural Policy in the U.S.", in Czechoslovakia, in Tunisia, in Great Britain, in Japan, in France, etc. This is the statement at the beginning of number one "A Preliminary Study". "Rapidly evolving new ways of life and information techniques make people more clearly aware of their needs in the cultural field. In a civilization which is dominated by technology, cultural action has an increasing role to play, supplementing education work and scientific effort by giving them an aim. Its function is to ensure that cultural development serves the mind. It is no longer enough for a few individuals to take steps to promote exchanges between elite groups, or for specialists to appreciate mutually the wealth and excellence of neighbouring civilizations. It is for all the people to have access to cultural life and an active share in it. Cultural development must now catch up on and keep in step with technological and scientific progress; it must gradually take its place in over-all policies for development, along with those of education and scientific activity". Both Directors and Trustees realize this and

the problem is for them to put their heads together to create an atmosphere in which we can catch up.

I am sorry that there was no booklet on "Cultural Policy in Canada". This is not because we could not have such a report - despite the apparent lack of leadership in the past of the federal government, despite the restrictions on the growth of the Canada Council. We do a lot, we spend a lot but there sometimes seems to be little co-ordination, little communication, little cooperation, little understanding in high places. And I am convinced that here in Canada we have an opportunity to create a real cultural oasis - but this will demand good faith, cooperation and people with imagination and confidence. There are signs that the Federal government is becoming aware of our unhappy conditions - but it is late in the day.

Which brings me back to my topic. This country does have tremendous opportunity. It has the essential wealth, it has the youth, and despite the numbers who have left for other lands, it has people of great talent in every area but alack many of these are not recruited to our boards and we are deprived of their talents. It has leaders and administrators who can provide the atmosphere in which they can flourish. It has a growing number of people who are prepared to consider a giant hamburger not as an avant-garde nonsense but as a symbol of something which they may not understand but which they are prepared to defend as a basic human right of artistic expression. We have a growing proportion of highly educated young people seeking creative outlets, we have a government, at least provincially, increasingly aware of its responsibilities and prepared slowly to meet them. We have a growing awareness of what life is really all about - concern for the quality of life - be it conservation, pollution, culture, leisure, social services, what you will. I think we must admit, ladies and gentlemen, that we have a growing tendency towards a socialistic view of government. It does not require a Galbraith to tell us that. The word may give offence in some quarters but remember a present day conservative government would appear positively communist a hundred years ago. A hundred years ago a public library would have been considered wildly socialistic.

And you, as trustees, have a tremendous role to play in this most exciting development if you are prepared to play it with the dedication I know you have and the understanding, imagination and initiative I know

you could develop. Perhaps what I am really saying is that our trustees need to develop an outlook in which they will admit that they lack and need training. Perhaps many a trustee does not really know what his function is! The Director also needs training and guidance in many areas such as finance, public relations, politics, communication and so on. Ours is a very complex world which demands many talents in many areas.

Some of you may be asking yourselves "Well what is expected of us?" "He's admitted that we are well-intentioned, that we give valuable time, that some of us give money, that we want to help. So why the personal discontent?"

So, I must in all fairness at least make my statement. And I shall try to be as positive in my thinking as I can.

First, I would like to see a change of outlook on the part of trustees towards the director and his function. Instead of regarding him as somebody who perhaps should be restrained. I would like you to consider him as a highly trained, very professional administrator working in an extremely difficult, often ill-defined area with staff pushing him in one direction just as the staff of say a university impels a university president. He is a man under pressure from the public, exposed to demands from every sector, each of which thinks its need the most important. He is very exposed to the media. Like a company executive director, he is called upon to make constant decisions which must be overwhelmingly correct and we must always admit that the more dynamically he runs his show the more open he is to mistakes. He often has the responsibility for spending public money in some quantity. He expects that his trustees consider his problems with sympathy. If he makes too many mistakes then he should not complain if he is asked to leave. He should be protected so that he can do his job. In short he expects to be treated as a professional, just as much as a doctor, a lawyer, a politician - even a stockbroker. If he is not worthy of this support - this treatment, then he should not be in the job.. He feels he has served as long an apprenticeship as men in other fields of public service and certainly without the financial rewards of most professions. He is expected ably to fulfill artistic, financial, public-relations, administrative, academic and fund-raising functions. He is expected to be an all-round man and he needs help so to be.

"But" you say, "we do want to help" and I believe that most of you do become trustees not for the kudos but from genuine interest.

Well, then, do try to help, even protect the director. Dispel any feeling that his authority is being undermined behind his back with the public or with the cultural establishment or with the staff, or with other trustees. Resist the temptation to think that because you are dynamic, successful business men you automatically can be effective cultural directors, that you can run the show better than the director. Take a lesson from hallowed government experience and accept the principle of cabinet responsibility. Encourage your chief executive to be courageous, to think progressively and with breadth of imagination. You should be saying to him in this day and age "Think big!" If you do this he will take you into his confidence and make the progress of the institution an adventure. If you do not you will end up with a mouse who, to protect himself, will try to hide from you what he wants to do. You will become cyphers and little else. My principal urge to you is to preserve an atmosphere of positive thinking - so that when some course of action is proposed the immediate, instinctive reaction is how can we improve and help put this into effect.

In other words, try to dispel the mistrust which the "intellectual" often feels and which seems to plague this continent. Most directors do appreciate constructive criticism and resent the purely negative. And we all know that it is so much easier to be negative than positive, critical than enthusiastic. It's a habit of thought. If you have reservations about a proposal which comes before a Board I would suggest that you request time for further discussion - do not play the board-room game, resist the temptation to score points and destroy initiative and enthusiasm - talk it over with the director quietly rather than expose a few weaknesses, un-developed and unexplained details to the ridicule of a whole board. And by all means a Chairman should discuss an agenda with the Director before a meeting. You would be surprised how often this does not happen!

A director does I feel, need protection. It is simply not just to undermine a director's confidence and initiative to such a degree that he becomes weak or worse and then complain about the ineffectiveness of the institution. You end up with a feeble organization and will soon find yourself looking for a new director.

The next unfortunate incumbent will be still weaker, your institution will get a bad reputation and suffer from the law of diminishing returns. Turmoil and ultimate revolution lie along that path - as with a

company which is faced with bankruptcy and a discontented body of shareholders.

Our shareholders are the public and they will not suffer the emasculation of an institution which should serve them. They are slow to turn but they will turn and present experience shows that their patience is very much shorter now than it once was. By all means give your director the benefit of your experience in policy matters but then stay out of his hair. Tread with care the middle path between acting as a rubber stamp and being an interfering busy-body.

The Board is entrusted with broad "policy matters". These should be defined and discussed and this entails serious study on both sides. I am not sure what "policy" means in an organization as complex as the R.O.M.

I have talked about the basic attitude. But there are many other things a trustee can do. He can really get to know the institution he graces - intimately and with sympathy. He cannot discuss broad policy unless he is intimately familiar with the organization. Now this too has its dangers, because in every institution such as ours there will be discontents among staffs, each of which thinks himself or his department the most important and at the same time the most deprived. So in getting to know an institution, a symphony, a ballet, an opera, even a university, he will hear a lot of complaints. These he should listen to with sympathy and, if he thinks the complaints are well-founded, he should discuss them with the director first. (It is fatal if he takes sides with staff against the director, as I have often seen happen, without first exploring the whole picture. This is obvious in a commercial undertaking but it is extraordinary how many trustees forget this basic principle when they find themselves involved in a cultural institution.) Always remember that the Director is in the middle - standing, like a University President between staff and board. It's not always an easy position. Do not try to pick up the one weakness and ride it to death. University Presidents are becoming scarce - as also Museum Directors.

Trustees have a public relations function to fulfill at many levels. Their privileged position enables them to carry the tongue of good repute in areas where the director cannot perhaps reach - the people Mr. Watney mentioned - with the wealthy and favourably inclined, with

representatives of governments, municipal, provincial and federal. In this respect they must engender a fearlessness and a fire, a conviction and an enthusiasm which will buoy up the director and fortify him in the job he must do. Sometimes it appears to me that they act as if their main function in life was to dampen the director's enthusiasm, to keep the place quiet, not to upset friends in the ranks of the politicians.

They could, if they are so disposed, effect the kind of introduction to people in high administrative or financial places which will serve him well. Remember that the more a trustee really knows about the institution the more will the director be willing to listen to him and appreciate his advice and interest. It is the trustee who knows nothing but who feels compelled to make speeches at board meetings - usually of a destructive nature because that requires less thought - that's the man the director resents. I remember when the R.O.M. was separating from the University a meeting I once had to discuss staff conditions of employment, an eminent lawyer asked me why the museum should not be operated like a soap factory. I replied, somewhat shortly, I fear, "Because it is not a soap factory!" But I do not think it got through to him.

There are areas where a trustee has expertise far above that of the director - it may be in finance, in public relations, in building, indeed in many spheres. A director welcomes such advice but always on the understanding that it may not necessarily be the advice to follow without question. Remember that the director, exposed as he is, must accept the main responsibility for the results - especially if they are calamitous when the blame may, I fear, be laid firmly at his door.

Trustees can really contribute if they are prepared to study cultural affairs as they would the problems of a company and their rewards will be the greater for their depth of understanding. We had a trustee who visited every department and got to know most of the staff. He was the most loved and respected man we ever had.

We have too in this country, a unique problem. In what has been for generations an Anglo-Saxon community, we now have a very large addition of people from other backgrounds. They all have a great deal to offer but they are to a large degree excluded from participation in our cultural life at the highest level. Politically one can sense their unrest. They will not for long be prepared merely to do their ethnic dances when somebody

feels that something colourful is required. I hope that you will not consider me wildly visionary if I say that much of the future of our country depends upon their being speedily and effectively integrated into our society. And I make the suggestion that cultural organizations such as ours can take the leadership in such a movement. These new Canadians are most anxious to contribute but they are diffident and afraid of being repulsed. We shall be the losers - in many ways - if we do not welcome them and take pride in their contribution. As trustees you have a great part to play in this integration of our increasingly mixed society.

A trustee of a big American museum tells a story about an Italian who had a fruit stall outside a big New York bank. Somebody asked him how he got on with the Bank - "Just fine" he said "they don't sell bananas and I don't lend money". We all have our part to play and the next 25 years will decide whether Canada will belong to the really civilised world of man or not, whether we shall learn from the mistakes both of the old world and the new. Our success depends upon each of us knowing our functions and upon mutual support. We need all the energy we can muster - much too much do we need it to waste it on internal struggles and dissension.

Peter C. Swann,  
Director,  
Royal Ontario Museum.

EXTRACT FROM THE AWKWARD STAGE: THE ONTARIO THEATRE STUDY REPORT  
TORONTO, METHUEN, 1969

Producing Bodies

Any producing group obviously includes writing, directing, designing, performing, and technical talents and the surrounding structure of boards, managers, and publicists. Sometimes the chicken comes first and sometimes the egg. In Ontario, the impetus to establish a producing body usually comes from a group of artists who want to put on plays, and consequently it acquires a board and whatever else it needs; or it comes from a group of arts-oriented citizens who form themselves into a board and then acquire the necessary artists. In either case, the real impetus often comes from a single individual.

For both professional and amateur groups, the board of governors or its equivalent has traditionally been made up of distinguished local persons from business, the professions, education, society, and occasionally politics. Usually they already have some interest in the theatre or an allied art, and very often are cross-appointments from the board of some other arts organization. They may be "activists" or they may be "sleeping partners" merely there for the prestige they confer. Each is often expected to contribute his special skills and contacts, which customarily means providing the services of his firm on a public service basis. Women with experience in organizing campaigns and social affairs are widely sought, and both men and women with access to large financial contributors are considered mandatory.

New-style boards of governors tend to be more concerned with the image of the company in the community, and particularly with the fiscal aspects of that image. They are concerned also with relationships with government and with the artistic and administrative director. Such new boards, coupled with the appearance of more and better professional theatre-administrators, can help protect the independence of the artistic administration because day-to-day operational responsibilities can be left to the professional staff. Sometimes even fund-raising is delegated to outside specialists.

Recently there has been a growing appreciation of the new system of mixed private and public patronage. Government appointees are usually ex officio and can form a useful link with the political administration

providing it does not try to dictate policy through them or interfere in operations.

But such representatives do seem these days to be trying to play a much larger and firmer role in the administration of bodies that enjoy government subsidy. Aside from individual municipalities where council members may attach strings to arts grants, the most important and widespread of such possibilities would be the assignment by the Federal government's Canada Council of one of its officers to sit on the board of grant-receiving organizations -- and presumably to act to see that the Council's aims are fulfilled. Already a practice of the British Arts Council, this system is both the most broad of pressures and the least likely to interfere in day-to-day operation. We have found this concept far more acceptable to organizations than the thought of local political control, which is generally considered to be disastrous.

Sometimes the artistic director and sometimes the administrative director has a voting seat on the board. Successful organizations generally advise making one or other of them chief executive officer of the board, always present at meetings but having no vote. The chain of command, however, once established, must be adhered to. Whether the artistic director or the administrative director is chief executive officer, all other officers and personnel must report through him.

Some of our now successful organizations have tried other experiments to their cost. They have learned that when the financial officer reports directly to the treasurer, the chief executive officer loses control of the budget. When the artistic director reports to the chairman of the board or of a program committee, the financial officer loses budgetary control over program. When the promotion officer reports directly to the executive committee, chaos usually results from lack of guidance in published material.

Finally, a word about multiple direction, which often comes in the form of a triumvirate. In many festival and theatre organizations, usually after the departure of a strong artistic director or administrator who has governed single-handed, the technique of dividing one job into three has provided a transition to new administration. It has nearly always proved difficult and sometimes disastrous. Most organizations that have tried the triumvirate system advise dropping it as soon as possible

by appointing one member as the effective head. It is not only a question of internal control, but of letting outsiders know with whom they should deal.

In sum, then, the governing body of a producing organization reaches downward into the artistic and administrative activity on the operational level, and upward to other social organizations and to government. Curiously the connection with both upper and lower levels seems to be most effective when liaison is entrusted to non-voting representatives.

Looked at in one way, the single producing theatre-organization is the narrow tip of a pyramid that widens out to include the broad base of society and its political system. On the other hand, the total number of producing theatre-organizations could be seen as the wide base of a pyramid that narrows to the peak of Federal government policy at the other end.

In either case, we have now to deal with the slopes.

TOM HENDRY

## THE ACCEPTABLE FEW

A cursory view of the position of arts boards of directors in Canada.

"Success in the extraordinarily complicated field of the performing arts depends on the goodwill and mutual trust of all concerned."

The Performing Arts: Problems and Prospects (p. 46)

"Can there be an ideal board, small enough to be coherent, large enough to be representative; generous and wise enough to delegate comprehensively, but acute enough to rumble the phoney; discreet enough not to interfere but quick enough to respond to the wishes of its community; average enough to represent the ordinary theatre-goer but special enough to have an insight into the world of professional theatre?"

John Neville, Flourish (Winter '67 Issue)

Function of Boards

In its section entitled "The Governing Board" (pp. 43-47) the Rockefeller Panel Report apparently recognizes that individual organizations tend to develop boards having specific responsibilities and powers appropriate to their individual organizational needs. Their definition of the functions of a board is therefore implicit rather than spelled out.

In general, the classic functions of boards might be summarized as follows:

- (1) To provide organizational continuity
- (2) To shape policy
- (3) To guarantee financial stability by accepting the consequences of policy
- (4) To engage and, when necessary, to dismiss most-senior artistic and administrative personnel
- (5) To provide a channel of direct communication and feedback between the artist and the community in which he finds his audience.

In preparing these notes, I have taken the view that, in general, boards exhibit a genuine interest in the organizations they govern, that they wish these organizations to grow and prosper, and that they operate in a reasonable state of good faith towards their artistic direction and

management. There have been cases - they can be cited readily - where boards have exhibited a genuine hostility towards those whose work they were constituted to support and have, in fact, destroyed the organizations they were supposed to safeguard. Aberrant behaviour, however, cannot be viewed as a norm.

How well are these Functions fulfilled?

It might be useful to examine each of the functions listed above in some detail.

(1) Organizational Continuity

/ Through the device of the legal fiction of the corporation, arts organizations acquire the right to accumulate property, and, in addition, the immortality denied individual artists. Non-profit corporations, to comply with laws regulating their existence, must have officers and members who derive no financial benefit from their position as members of the Corporation. There is nothing in the law which says that these non-benefiting persons must be laymen, i.e. non-artists.) Since mere existence is all that is required in fulfilling this particular function, it can be said that in general, boards perform well in this area.

(2) Policy

Boards shape the policies of arts organizations. On behalf of whom?

- (a) Their own organization
- (b) The community of which the arts organization forms part and serves.

Contradictory pressures are at work here, however, because boards tend to be drawn from the higher-income strata of society, from among those with sufficient leisure to discharge the often-onerous and time-consuming responsibilities of board membership. Further, since they are self-perpetuating, recruiting tends to be done - at any given time - among the friends and acquaintances of those already members. The result of these and other factors (The Vertical Mosaic makes interesting reading for anyone wishing to explore these in depth) is that, in general, boards of directors tend not to be representative of society as a whole, but of that tiny segment of society which earns - at a guess \$15-\$20,000.00 per year, and up. / The policies likely to be approved by representatives are, in the main, those policies

leading to the satisfaction of the cultural needs of the relatively small economically-most-favored stratum of our society.)

#### (3) Financial Stability

At one time the legitimacy of the self-perpetuation system as it applies to board membership rested upon the reality of the board's provision of the means to operate a given organization. At first, private support tended to equal 100% of all support given. At nomination time, he who paid the piper called the tune. Increasingly, an uneasy alliance has developed between the private and the public supporter - one of the very few instances of continuing citizen-governmental partnership to be seen in Canada - and in this relationship government and its manifestations have tended to act as the silent partner. (They have exercised influence through a system of highly developed personal relationships with important artists and administrators rather than by means of open advocacy of policies through board members appointed to represent government and its manifestations. To a great extent, public support comes from tax revenue collected from all levels of society. Again, the boards having the ultimate responsibility for the disbursing of this public support are neither representative of the public bodies giving the support, nor - as we have seen - can they be said to be representative of society as a whole.

#### (4) Hiring and Firing

In the main, boards of directors rarely exhibit the competence necessary to choose, for example, an artistic director. Where there have been instances of successful transition from one artistic director to another, this has usually been accomplished through the good offices, taste and perspicacity of the retiring artistic director. Boards tend to be impressed by the very characteristics in a potential artistic director which put on guard his fellow artistic directors. Unskilled in a field where competence is vital, unsure of their judgment, but determined to exercise their right to govern, boards tend to get taken in by individuals who are good at selling themselves. In the managerial area, boards tend to insist on the prerogative of engaging the senior administrator, forgetting that the reality of that person's functional utility is based upon his acceptability to, good relationship with, and consequent personal loyalty of, the artistic director.

An interesting point to consider: incompetent artistic directors or inefficient managers can be fired, but who fires a board of directors who are incompetent and inefficient? The artist's only recourse is to remove himself from the employ of organizations governed by such boards. In a profession where unemployment is the rule rather than the exception, this places an unfair burden on the artist. If an individual does not care for the government of Canada, his recourse is not only emigration, but includes the right to work for the replacement of the government by another more congenial. The Equity contract, not the Social Contract, defines relations between governors and governed in the arts. At the top, in terms of the working lives of managers, for example, conduct of employers is more often than not arbitrary, 19th century and pre-union. It is a constant source of surprise to note that no national managerial association, similar to the Association of Theatrical Press Agents and Managers, has, as yet, been formed in Canada. L'Association des directeurs de théâtre de Montréal and the recently-formed but still unincorporated managerial association represent potential points of departure here.

#### (5) The Sounding-Board Syndrome

Again, the non-representative character of the average board of directors precludes any possibility of real effectiveness here, except in terms of accurately reflecting the needs and reactions of a tiny section of society at the very top of the economic ladder. Further, in many organizations, the board acts as an iron curtain between the public and the artist, rather than as an encouraging channel for opinions. In addition, the ritual of communication is not helpful. The average theatre-goer is not used to attending an annual meeting and unless his specific presence is requested for some specific reason, he stays home. He probably does not realize the importance of the board and thinks that the theatre is run absolutely by the artistic director, from whom, thanks to the system of rigidly controlled communication, he feels remote and isolated.

#### To Digress:

In "Games People Play", the author cites a particular pattern of behaviour entitled "Look How Hard I'm Trying". In this, Person "A" does not do his job well, but works long hours on irrelevant matters, fulfilling other people's responsibilities, and so forth. When criticized for not doing his work, "A" responds "But I'm here every night. Look how hard I'm trying". Boards who are not directed carefully and constantly towards fulfillment of their own unique functions frequently behave like "A". They begin to meddle.

Because of their backgrounds - which frequently include commercial expertise, rarely include artistic expertise - board members, even when they include meddling in their pattern of behaviour tend to:

- (1) under-participate in activity related to artistic matters
- (2) over-participate in activity related to administrative matters.

In concluding the quotation given at the beginning of these notes, John Neville, in answering his question as to whether or not such a useful board exists, states, "probably not, hence the casualty rate among theatre directors reminiscent of that of subalterns in Flanders".

#### Conclusions:

- (1) The chief criticism which can be fairly directed at the board system of control of our artistic organizations is that - despite the provision of public support - the system places this control firmly in the hands of a very tiny portion of our society. (It is interesting to note that the system of accommodations given expression in the network of interlocking directorships in the commercial world, has an exact parallel in the world of the arts. How often have we heard board members, in justifying the appointment of someone already serving on other boards, state firmly "It's getting impossible to find people who'll work". What they really mean is "It's getting impossible to find acceptable people who'll work". Rarely do they look beyond their immediate circle of acquaintances for recruits.) Despite the fact that the piper is now being paid from a number of sources, the self-perpetuation system ensures that the tune will still be called by an "acceptable" few.
- (2) Many artists complain about the inefficiency of boards but in fact the present system of control has performed remarkably efficiently in seeing to it that a considerable sum of public money will each year be spent in unswerving satisfaction of certain of the cultural needs of a very tiny segment of society. It is not unreasonable to conclude that if we truly wish to expand the audience for the performing arts, we will have to find ways to include among decision-makers and policy-makers those who have an interest in satisfying the cultural needs of the 95% of Canadians who at present have nothing to do whatsoever with our productions.

- (3) Rather than waste time in searching for alternatives to boards, it would be more useful to look for ways to make boards more truly representative, more truly responsible, more truly democratic. Perhaps the evolution of governing bodies in the field of education could offer useful examples (both worth following and worth avoiding). It is doubtful whether democracy can be imposed upon a field like the arts. Where it rears its head, however, it ought to be encouraged, and its existence rewarded. One of these days a Canadian city - Winnipeg? - is going to hold elections for a Metropolitan Arts Board - similar to a school board. When that happens, we will be on the road to the democratization of the board of directors: An Arts Board - like a school board - can offer paid directorships. These, in turn, bring membership on boards within the reach of persons of relatively modest means. In the meantime, consideration ought to be given to the problem of finding ways whereby those most directly affected by an arts organization - the artists and the audience - could develop an effective influence on the composition of the governing boards, given existing difficulties.
- (4) Until the electoral millenium - described in (3) and bringing with it a host of new and different problems - the likelihood is that:
  - (1) Professional leadership competent enough to function without the help and advice of a board, is generally skilful enough to extract, on balance, a net advantage out of having a board.
  - (2) In the best of circumstances the board system gives professional leadership continuing access to specialized expertise at no cost. Availability of this expertise can be capricious, but, in general, this is a very big advantage.
  - (3) Boards of organizations not succeeding ought to examine the organization, composition, functions and responsibilities of boards of organizations which can be seen to be succeeding.
  - (4) Subsidizing bodies ought to consider the merits of appointing observers to attend board meetings of subsidized bodies. Apart from anything else, this would be a civilizing influence and would certainly have a beneficial effect in those unhappy

situations where professional leadership tends, in board meetings, to behave like a harried minority government, lay membership tends to behave like a solidly suspicious Opposition.

- (5) Laws relating to non-profit corporations ought to be amended in order to permit those who derive financial benefit by way of salaries or fees from an organization to serve as members of its board and executive.
- (6) Subsidizing bodies might consider practising what many artists are preaching, and might begin appointing significant, rather than token, numbers of artists to boards of arts councils. Monkey see, monkey do: what the arts organization monkey sees right now is a group of subsidizing bodies made up almost entirely of lay persons. It is unlikely that he does not learn something from his observation, and certain that what he has learned he will put into practice. It can be guaranteed that the appointment of ten more artists, for example, to the Canada Council itself would have far-reaching consequences on nominations policy throughout the network of boards of Canadian arts organizations. It will be argued that the real subsidizing power lies closer to the artist-dominated Advisory Arts Panel, which provides the sort of example of justice being done without being seen to be done which is so dear to the bureaucratic heart. Real power, rather than advisory power, is what's of interest in the world of the board member.

To sum up:

There is far too large an investment - in terms of status, privilege and position - in the present board system, to permit its being dropped in favour of some other alternative.

As in every area of life, a gradual progress towards a reasonable degree of democracy is all that can be hoped for. Subsidizing bodies ought to consider rewarding organizational advances in the same way they have, in the past, rewarded artistic and administrative advances.

Our efforts ought to be in the direction of amelioration of consequences of the present system, particularly in the direction of finding ways to train professionals in the mysteries of a system within which they will have to exist, like it or not, so long as Canada retain substantially its present social shape.

December 20, 1968.

Amended March 5, 1971.

THE PERFORMING ARTS:  
EXTRACT FROM ROCKEFELLER PANEL REPORT

The Governing Board

Whenever performing arts organizations reach the stage of development where permanence is sought, they almost invariably become nonprofit corporations, headed by a board of trustees vested with the responsibility of maintaining and expanding the organization.

This board has certain obvious functions: to determine the larger objectives of the organization, to retain the best available artistic direction and business management, and, having accomplished the latter, to back their judgment when the inevitable conflicts with artists or with elements in the community arise. In fulfilling these responsibilities, the board has a pressing obligation to make certain the institution has financial stability, for without it there can be little hope of attaining either the long-range or the short-term goals the board may decide upon.

The actual selection of goals is crucial. Too many arts organizations seem to live from minute to minute or, at best, from year to year. A careful step-by-step plan, projected over a number of years, is essential to the arts organization, as is the selection of ultimate goals that are realistic in terms of the needs and desires of the community served. In the selection of intelligent goals the board can be of great assistance to managers and artistic directors, who may be strangers to the community, without intimate knowledge of its tastes or its capacity for artistic growth. In this connection it should be noted that lofty but impossible goals are easy to proclaim; practical goals, representing the highest level of achievement attainable with available resources, are the products of the most difficult and sustained effort on the part of the board and management - artistic and business. The story is true of the board members who would have been happy to disband the orchestra on being faced for the first time with a five-year budget based on the plan they themselves had developed.

Goals cannot be the product of snap judgments nor are they likely to result from the deliberations of board members who regard their posts as merely a social honor. Indeed, as the number and complexity of arts organizations grow, board membership is becoming much more arduous than in decades past. Yet board recruitment remains much too casual in most organizations. Meticulous auditioning procedures are used for second violinists, members of

the opera chorus, and bit players in the theatre, but people about whom practically nothing is known often are chosen to be trustees. Board members should be as carefully screened as performers, and procedures for rotating membership should be considered. The potential for serious and prolonged damage to the organization is as high in the board room as on the stage.

It should also be borne clearly in mind that, with the increase of interest and the base of support for the arts broadening, a board should be more widely representative of the community than is generally true today. There is simple common sense in this principle. Board members informally representing many different publics within a community can be effective mobilizers of audiences and support from new sources. Beyond this, valuable personal skills are added to the board when members are recruited from the arts, from education, from the mass media, labor, and government. Too many boards continue to draw members from a relatively narrow segment of the community. In so doing, they take on the character of a closed club, with disastrous effect on their ability to develop audiences and to appeal for support from the community at large. They also run the risk of a narrow parochialism of outlook that can hinder all planning and growth.

It is particularly important that board members be receptive to change and innovation. Too often the relationship between a board and the artistic director of an arts organization deteriorates into a squabble between traditionalists who "know what they like" and artists who insist on pressing outward against the boundaries of the usual. A certain amount of tension is undoubtedly healthy, but board members will sacrifice some of the strength of their position - and the respect of their artist colleagues - if they do not bring to these discussions of aesthetic questions a degree of knowledgeability and sophistication. We have already noted that a great need in the performing arts is for a higher and higher degree of cooperation between arts organizations. In this context the modern board member must be prepared, on occasion, to sacrifice some of his organization's autonomy for the greater good of his community or his region's cultural development, or, indeed, for its own long-term gain. Again, sophistication and flexibility are needed if board members are to seize these opportunities for growth.

In this country, the artistic leadership has frequently been responsible for the very creation of the organization. Many orchestras were founded on the initiative of a conductor; most dance companies were established solely by the conviction of a choreographer that his works merited performance;

the impetus toward permanent professional theatres in recent years has often derived from the men and women who serve as directors. The artistic leaders have even reversed the usual sequence and chosen their boards and business managers to take responsibilities from their overburdened shoulders. Such reversal, however, should not be accepted as changing the respective roles of trustees, manager, and artistic director. The presence of a strong founding personality actually places an extra obligation on the board of directors. An organization has a way of achieving a life of its own, of extending beyond the interest span or the talents or, perhaps, the very life of the individual largely responsible for its creation. The board has a distinct obligation to develop within itself the strength to carry on after the founder departs and to create machinery to assure a smooth transition of power when that event occurs. Similarly, the founder-artist has an obligation to his community, even perhaps to his own place in history, to see that "his" board has the strength and intelligence to carry on after he leaves.

#### The Chairman and His Board

Special qualifications for the chairman of a board of trustees range from ability to conduct a meeting with due regard for Robert's Rules of Order (a capacity that is not a natural endowment, although many seem to think it is) to capacity to mediate between his lay and artistic associates on matters calling for supreme tact and diplomacy. He is the bridge between the management and the board and between various groups on the board. As the leader of a part-time avocational group, he must also expect to put in far more time for the organization than the other trustees generally do.

Serious consideration should be given by the large organizations to the currently almost untried procedure of having a full-time paid president or chief executive. No industry with a budget comparable in size to those of a growing number of orchestras would think of operating with voluntary leisure-time leadership. The chairman must also have good, well-organized help from the board. Appropriate committee structures necessarily vary from one art to another, and from one stage of development to another. In all cases, however, a strong executive committee capable of moving with dispatch is essential for effective performance. So, too, is the limitation of committees to those that clearly have an important role to perform such as finance, development, community service.

The flow of command and control should be clearcut and the organization and procedures of the board readily understandable and practical. In theory, the articles of incorporation and the bylaws of nonprofit arts organizations should be something of a blueprint of their broad purposes and procedures. But a study of these documents for symphony orchestras discloses that all too often they fail to provide an adequate or accurate statement of their organization's purpose.

#### The Board's Relationship to Management

Governing boards will constantly be faced with problems that can be solved only by deliberate, systematic, and wholesale delegation of responsibilities. They must therefore depend, to a frightening extent, on the counsel they receive. Success in the extraordinarily complicated field of the performing arts depends on the good will and mutual trust of all concerned. This derives from thorough understanding of the common goals to be sought and from mutual respect for areas of responsibility in the struggle to attain them.

Although effective trustees are bound to work continuously with their artistic directors and business managers, they do not meddle in artistic direction and business management. For them there is profound wisdom in the injunction: Do your best to see that the organization is good, that it is well manned, and that it runs smoothly - but don't try to run it.

As part of its primary responsibility for raising funds and spending them, the board must see that orderly business procedures are maintained and that money is available for maximum efficiency of operation. It should require that management submit periodic financial and progress reports, that sound bookkeeping and accounting procedures be followed, that annual audits be made, and that the organization have maximum financial protection.

Toward their artistic directors and business managers, the trustees have a critical responsibility no less crucial than seeing that they are well selected in the first place and working with them to develop and carry out basic policy: It is the responsibility of backing them up when necessary. All trustees are necessarily involved in the defense of artistic freedom, although this responsibility varies from one performing art to another. It is perhaps a more apparent and complex problem in the theatre, which frequently deals with highly inflammatory matters of morality and ideology. But it

may also arise in the symphony orchestra field on the question of how much contemporary music is to be played even when sufficient funds are available. Surely no one should accept trusteeship of any performing arts organization who is not willing, on occasion, to stand embattled in defense of management's freedom to fulfill what it conceives to be its artistic mission. The defense, however, can be both simplified and made more effective by being an expression of a broad and firmly held basic policy rather than a catch-as-catch-can improvisation arising from the immediate issue at hand.

#### Artistic Direction

The task of selecting an artistic director is perhaps the most critical a board of trustees faces. The artistic director sets the standards of production, and artistic results can be no better than the quality of artistic direction. His duties are many and complicated.

#### Selection of Artists

Selection of artists is one of the most difficult responsibilities of the artistic director. In this process the director must come to terms with the star system. This question is, of course, closely allied to the question of artistic standards, but it also has economic aspects that cannot be overlooked. To engage a star is obviously to increase operating costs, though increased box office revenue frequently more than offsets these costs.

As a rule - to which, of course, there are notorious exceptions - a star's fame rests on superior talent and accomplishment. Therefore, a star's presence should insure higher quality performance. His presence may also lend cachet to the organization. But each artistic director must decide whether in the long run the star system is good for the institution.

Perhaps the most valuable form of stardom toward which an organization may aspire is that the company in and of itself have the power to draw the public to it. When this takes place, one may find that individual stars will be attracted to it too. The New York City Ballet, to mention but one example, lists all of its dancers in alphabetical order; yet an Erik Bruhn will give up personal billing for the sake of dancing with a stellar company.

For an arts institution to reach stardom requires time. Meanwhile, a policy of featuring guest artists, so long as their salaries do not ruin the budget or destroy the institution's potential for development on its own merits, may be necessary. But the artistic director who builds his program around visiting personalities is not giving adequate thought to the

final objective - the day when the organization itself, not the names it hires, will attract the public.

#### Maintenance of Artistic Standards

The artistic director - the conductor, the stage director, the choreographer - through his competence, leadership, and imagination is the largest single factor in determining the morale and creative contribution of an artistic enterprise. Save in the orchestra world, where the conductor is in single artistic control, there must be a continuous merging and cooperation of talents - the director with the designer, with the choreographer, with all of those on stage who have important roles to play. If collaboration fails at any point, the quality of the entire effort may deteriorate.

But it is the artistic director who is finally responsible for the quality of performance, so it follows that he must maintain conditions from which high standards derive. What, generally, are these conditions?

Well-Trained Artists. The capable artistic director can sometimes weld a coherent musical or theatrical entity out of players with a wide diversity of backgrounds. But not even the finest can go beyond a certain point with ill-trained talent. The education and experience of the ensemble, individually and as a whole, are crucial elements in determining standards of performance.

Rehearsal Time. Most critical in the preparation of new and unfamiliar works, insufficient rehearsal hours can likewise damage with almost equal force the standard repertory. Few artists ever feel adequately rehearsed, but it is too often true in fact as well.

Length of Season. Quality thrives on practice and sustained performance. It can scarcely grow in a season that is nothing but a limited engagement or a scattered handful of performances. On the other hand, a full-year contract has drawbacks for many artists who feel that leisure - for contemplation, for study, for work they cannot accomplish during the hectic activity of "the season" - is a necessity for personal growth. As seasons lengthen and rehearsal and performance demands squeeze out "refreshing" activities essential to artistic health, it will be necessary to find a balance between continuity and variety, between holding a group together and providing free time for the individual. Perhaps an adaptation of the academic practice of the sabbatical would prove effective.

Compensation of Performers. Whatever the size of the group or the length of its season, an ill-paid performer is a dissatisfied performer. The size of the pocketbook also affects the adequacy of the instruments orchestral musicians can afford or be provided. This is an important building block in the total structure, especially since the problem may occur just below the level of the finest orchestras. For a musician, capital outlays for some instruments can represent the savings of a lifetime.

Physical Facilities. Many a performance might as well go unheard and unseen as to play in halls so ungrateful to sound and sight that players and audience alike have trouble perceiving a total effect. Other facilities, as they relate to the artists' comfort and convenience - adequate warm-up space for musicians and dancers, well-lighted dressing rooms for actors - can likewise be subtle contributors to the total health of the ensemble.

Audience. Only at its peril does an artistic director ignore his audience's taste. This is a delicate and difficult measurement to make, not unlike the statesman's: How lead forward, but not too fast. An audience's knowledge and ability to appreciate affects the product. A conductor and his orchestra, a director and his cast, a choreographer and his dancers know perfectly well whether they are liked and understood, and they respond with their best when it is their best that the audience clearly wants and expects.

Each of these conditions is to an extent controllable by trustees and management, artistic and business. Each decision carries a price tag and each requires judgment, knowledge, and taste, in order that proper decisions may be arrived at by all concerned. It is essential, therefore, that artistic and business management work in true partnership, the director respecting the manager's concerns, and vice versa, and the trustees respecting both. Only a smoothly functioning team, in which each of these elements complements the others, can create a strong arts organization.

It would be unrealistic to think that adequate resources for all these objectives are obtainable by all organizations, especially in the early stages of development. It would be foolish, for example, for the conductor of the average community orchestra to demand from his orchestra a level of performance exceeding the competence of the musicians. The real challenge is to strive for an ever closer balance between the actual

and the attainable and to make measurable progress toward the time when all conditions of quality can be considered relevant in planning future programs. If the artistic standards an organization sets for itself do not rise steadily upward, neither will quality, and performance will be doomed to spiritless mediocrity.



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